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- 6 -

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

HAMPSHIRE EQUITY PARTNERS II, LP,
Plaintiff,

vs.

TERADYNE INC., and TERADYNE
CONNECTION SYSTEMS DIVISION,

Defendants.

Civil Action No. 04-CV3318 (LAP)

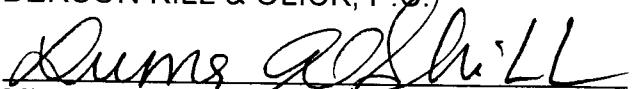
NOTICE OF APPEAL

Notice is hereby given that Hampshire Equity Partners II, LP ("Hampshire"), plaintiff in the above-captioned matter, hereby appeals to the United States Court of Appeals for the Second Circuit from a Judgment by the Clerk of the Court, entered in this action on the 7th day of April 2005¹ granting defendants' motion to dismiss the complaint.

Dated: New York, New York
May 6, 2005

ANDERSON KILL & OLICK, P.C.

By:


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¹ The April 7, 2005 Judgment of the Court, Docket No. 28, and the March 30, 2005 Memorandum and Order, Docket No. 27, are annexed hereto as Exhibit "A."

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